

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

---

In re:	:	Chapter 11
CIRCUIT CITY STORES, INC., <u>et al.</u> <sup>1</sup>	:	Case No. 08-35653-KRH
Debtors.	:	(Jointly Administered)
	:	
	:	

---

**ORDER ALLOWING FINAL  
COMPENSATION AND EXPENSE REIMBURSEMENT  
(Jefferies & Company, Inc.)**

This matter came before the Court upon the Final Interim Application Of Jefferies & Company, Inc. For Compensation For Services Rendered And Reimbursement Of Expenses As Financial Advisors To The Official Committee of Unsecured Creditors For The Period From November 18, 2008 Through April 30, 2009 (the "Application") filed by the Official Committee of Unsecured Creditors; and it appearing to the Court that (i) proper notice of the Application to all necessary parties; (ii) no objections to the Application have been filed; and (iii) the request for compensation and reimbursement of expenses as allowed herein is reasonable, it is hereby

ORDERED that:

---

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of their respective federal tax identifications numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSSStuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512).

---

Richard M. Pachulski (CA Bar No. 90073)  
Robert J. Feinstein (NY Bar No. RF - 2836)  
Jeffrey N. Pomerantz (CA Bar No. 143717)  
Pachulski Stang Ziehl & Jones LLP  
10100 Santa Monica Boulevard, 11<sup>th</sup> Floor  
Los Angeles, CA 90067-4100  
Telephone: (310) 277-6910  
Telecopy: (310) 201-0760

Counsel for the Official  
Committee of Unsecured Creditors

---

Lynn L. Tavenner (VA Bar No. 30083)  
Paula S. Beran (VA Bar No. 34679)  
Tavenner & Beran, PLC  
20 North Eighth Street, 2<sup>nd</sup> Floor  
Richmond, VA 23219  
Telephone: (804) 783-8300  
Telecopy: (804) 783-0178

Co-Counsel for the Official  
Committee of Unsecured Creditors

1. Capitalized terms used herein shall have the same meaning as used in the Application.

2. The Application is hereby approved;

3. The requests for compensation for the Second Application Period in the amount of \$132,258.00 and reimbursement of expenses in the amount of \$2,091.53 be and hereby are allowed; and,

4. All amounts sought for the Entire Compensation Period are hereby allowed and approved on a final basis.

5. The Debtors are authorized and directed to pay to Jefferies & Company, Inc. the amount of compensation and reimbursement of expenses allowed herein as an administrative expense.

6. Upon entry the Clerk shall serve by electronic delivery or first class mail, postage prepaid, copies of this Order on the Office of the United States Trustee and Tavenner & Beran, PLC.

ENTER:

---

UNITED STATES BANKRUPTCY JUDGE

We ask for this:

/s/ Lynn L. Tavenner  
Lynn L. Tavenner, Esquire (Va. Bar No. 30083)  
Paula S. Beran, Esquire (Va. Bar No. 34679)  
Tavenner & Beran, PLC  
20 North Eighth Street, Second Floor  
Richmond, Virginia 23219  
Telephone: (804) 783-8300  
Facsimile: (804) 783-0178

Co-Counsel for the Official  
Committee of Unsecured Creditors

Seen and No Objection:

/s/ Robert B. Van Arsdale (per email dated 07/23/2009)

Robert B. Van Arsdale  
Office of the United States Trustee  
701 East Broad Street, Suite 4304  
Richmond, Virginia 23219

Assistant United States Trustee

**LOCAL RULE 9022-1 CERTIFICATION**

In accordance with Local Rule 9022-1, the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner  
Co-Counsel